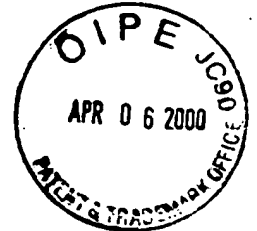


COMBINED DECLARATION AND POWER OF ATTORNEY



As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name,

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled MATCH-OFF OF ORDER FLOW IN ELECTRONIC MARKET SYSTEM, the specification of which:

- ☐ is attached hereto.
☒ was filed on September 23, 1999 as Application Serial No. 09/404,518 and was amended on _____
☐ was described and claimed in PCT International Application No. _____ filed on _____ and as amended under PCT Article 19 on _____.

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose all information I know to be material to patentability in accordance with Title 37, Code of Federal Regulations, §1.56.

I hereby appoint the following attorneys and/or agents to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

Denis G. Maloney, Reg. No. 29,670
 Robert A. Greenberg, Reg. No. 44,133
 Paul A. Pysner, Reg. No. 40,780

David L. Feigenbaum, Reg. No. 30,378
 John F. McCabe, Reg. No. 42,854

Address all telephone calls to DENIS G. MALONEY at telephone number (617) 542-5070.

Address all correspondence to DENIS G. MALONEY at:

FISH & RICHARDSON P.C.
 225 Franklin Street
 Boston, MA 02110-2804

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patents issued thereon.

Full Name of Inventor: Peter Martyn

Inventor's Signature:

Residence Address: 417 Overbrook Road, Ridgewood, New Jersey 07450

Citizenship: United States of America


Post Office Address: 417 Overbrook Road, Ridgewood, New Jersey 07450

Date: 3/7/00

Combined Declaration and Power of Attorney

Page 2 of 2 Pages

Full Name of Inventor: Stuart Serkin

Inventor's Signature: 

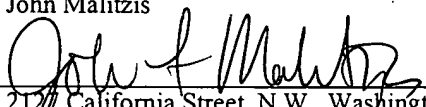
Date: 3/9/00

Residence Address: 43 Argonne Street, Fairfield, Connecticut 06432

Citizenship: United States of America

Post Office Address: 43 Argonne Street, Fairfield, Connecticut 06432

Full Name of Inventor: John Malitzis

Inventor's Signature: 

Date: 2/29/00

Residence Address: 2127 California Street, N.W., Washington, DC 20008

Citizenship: United States of America

Post Office Address: 2127 California Street, N.W., Washington, DC 20008